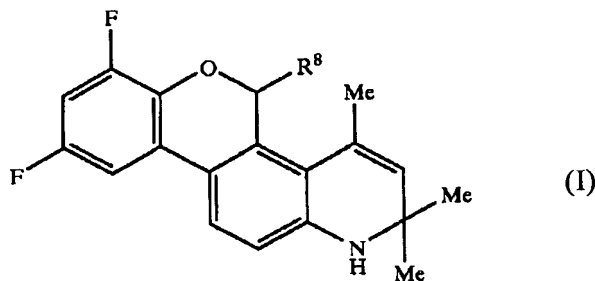


## AMENDMENTS TO THE CLAIMS:

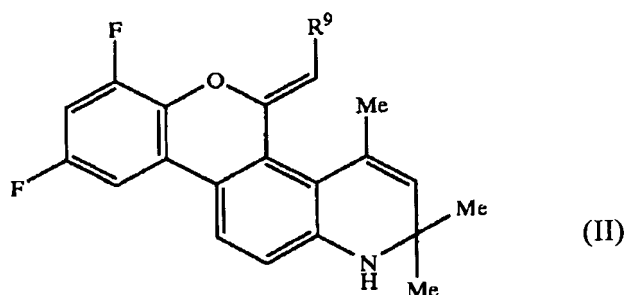
Please amend claims 1 and 15 and cancel claims 41-55. This listing of claims will replace all prior versions, and listings of claims, in the application.

## LISTING OF CLAIMS:

1. (Currently amended) A compound of the formula:



or



wherein:

R<sup>8</sup> is selected from the group of C<sub>1</sub>-C<sub>12</sub> alkyl, C<sub>1</sub>-C<sub>12</sub> heteroalkyl, C<sub>1</sub>-C<sub>12</sub> haloalkyl, C<sub>2</sub>-C<sub>12</sub> alkenyl, C<sub>2</sub>-C<sub>12</sub> heteroalkenyl, C<sub>2</sub>-C<sub>12</sub> haloalkenyl, C<sub>2</sub>-C<sub>12</sub> alkynyl, C<sub>2</sub>-C<sub>12</sub> heteroalkynyl, C<sub>2</sub>-C<sub>12</sub> haloalkynyl, aryl and heteroaryl, optionally substituted with one or more substituents independently selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, F, Cl, Br, I, CN, NO<sub>2</sub>, NH<sub>2</sub>, NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, SH, SCH<sub>3</sub>, OH, OCH<sub>3</sub>, OCF<sub>3</sub>, CF<sub>3</sub>, C(O)CH<sub>3</sub>, CO<sub>2</sub>CH<sub>3</sub>, C(O)NH<sub>2</sub>, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>;

R<sup>9</sup> is selected from the group of hydrogen, F, Cl, Br, I, CN, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> heteroalkyl, C<sub>1</sub>-C<sub>8</sub> haloalkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl or cycloalkenyl, C<sub>2</sub>-C<sub>8</sub> heteroalkenyl, C<sub>2</sub>-C<sub>8</sub> haloalkenyl, C<sub>2</sub>-C<sub>8</sub> alkynyl, C<sub>2</sub>-C<sub>8</sub> heteroalkynyl, C<sub>2</sub>-C<sub>8</sub> haloalkynyl, aryl and heteroaryl, optionally substituted with one or more substituents independently selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, F, Cl, Br, I, CN, NO<sub>2</sub>, NH<sub>2</sub>, NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, SH, SCH<sub>3</sub>, OH, OCH<sub>3</sub>, OCF<sub>3</sub>, CF<sub>3</sub>, C(O)CH<sub>3</sub>, CO<sub>2</sub>CH<sub>3</sub>, C(O)NH<sub>2</sub>, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>;

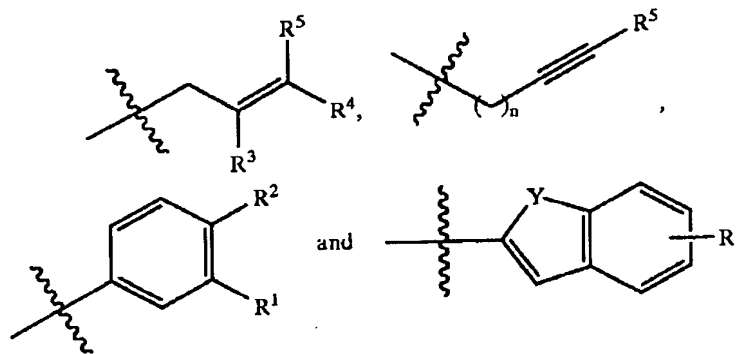
R<sup>10</sup> and R<sup>11</sup> each independently is hydrogen, or C<sub>1</sub>-C<sub>4</sub> alkyl;  
or a pharmaceutically acceptable salt or prodrug thereof.

2. (Original) A compound according to claim 1, wherein  $R^8$  is selected from the group of  $C_1$ - $C_8$  alkyl,  $C_1$ - $C_8$  heteroalkyl,  $C_1$ - $C_8$  haloalkyl,  $C_2$ - $C_8$  alkenyl,  $C_2$ - $C_8$  heteroalkenyl,  $C_2$ - $C_8$  haloalkenyl,  $C_2$ - $C_8$  alkynyl,  $C_2$ - $C_8$  heteroalkynyl,  $C_2$ - $C_8$  haloalkynyl, aryl and heteroaryl, optionally substituted with one or more substituents independently selected from the group of hydrogen,  $C_1$ - $C_4$  alkyl, F, Cl, Br, I, CN,  $NO_2$ ,  $NH_2$ ,  $NHCH_3$ ,  $N(CH_3)_2$ , SH,  $SCH_3$ , OH,  $OCH_3$ ,  $OCF_3$ ,  $CF_3$ ,  $C(O)CH_3$ ,  $CO_2CH_3$ ,  $C(O)NH_2$ ,  $OR^{10}$ ,  $SR^{10}$ , and  $NR^{10}R^{11}$ .

3. (Original) A compound according to claim 2, wherein  $R^8$  is selected from the group of  $C_1$ - $C_4$  alkyl,  $C_1$ - $C_4$  heteroalkyl,  $C_1$ - $C_4$  haloalkyl,  $C_2$ - $C_4$  alkenyl,  $C_2$ - $C_4$  heteroalkenyl,  $C_2$ - $C_4$  haloalkenyl,  $C_2$ - $C_4$  alkynyl,  $C_2$ - $C_4$  heteroalkynyl, and  $C_2$ - $C_4$  haloalkynyl.

4. (Original) A compound according to claim 2, wherein  $R^8$  is selected from the group of aryl and heteroaryl radicals, wherein said aryl and heteroaryl radicals are optionally substituted with one or more substituents independently selected from the group of hydrogen,  $C_1$ - $C_4$  alkyl, F, Cl, Br, CN,  $NH_2$ ,  $NHCH_3$ ,  $N(CH_3)_2$ , SH,  $SCH_3$ , OH,  $OCH_3$ ,  $OCF_3$ ,  $CF_3$ ,  $C(O)CH_3$ ,  $OR^{10}$ ,  $SR^{10}$ , and  $NR^{10}R^{11}$ .

5. (Previously presented) A compound according to claim 2, wherein  $R^8$  is selected from the group of



wherein:

$R^1$  and  $R^2$  each independently is selected from the group of hydrogen, F, Cl, Br and  $C_1$ - $C_4$  alkyl;

$R^3$  through  $R^5$  each independently is selected from group of hydrogen, F, Cl, and  $C_1$ - $C_4$  alkyl;

n is 0 or 1; and

Y is selected from the group of O, S, and  $NR^{10}$ .

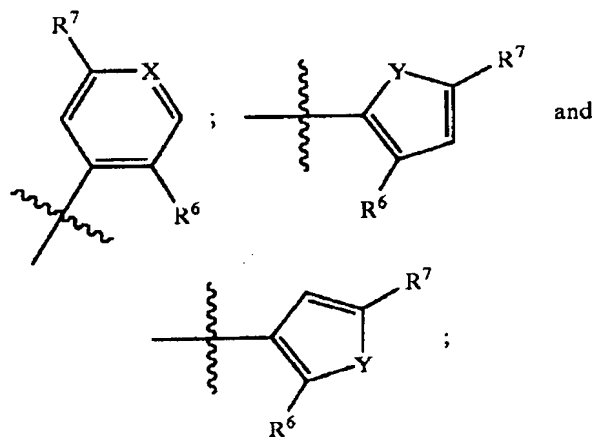
6. (Original) A compound according to claim 1, wherein  $R^9$  is selected from the group of hydrogen, F, Cl, Br, CN,  $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  heteroalkyl,  $C_1$ - $C_6$  haloalkyl,  $C_2$ - $C_6$

alkenyl or cycloalkenyl, C<sub>2</sub>-C<sub>6</sub> heteroalkenyl, C<sub>2</sub>-C<sub>6</sub> haloalkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, C<sub>2</sub>-C<sub>6</sub> heteroalkynyl, C<sub>2</sub>-C<sub>6</sub> haloalkynyl, aryl and heteroaryl optionally substituted with one or more substituents independently selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, F, Cl, Br, I, CN, NO<sub>2</sub>, NH<sub>2</sub>, NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, SH, SCH<sub>3</sub>, OH, OCH<sub>3</sub>, OCF<sub>3</sub>, CF<sub>3</sub>, C(O)CH<sub>3</sub>, CO<sub>2</sub>CH<sub>3</sub>, C(O)NH<sub>2</sub>, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>.

7. (Original) A compound according to claim 6, wherein R<sup>9</sup> is selected from the group of hydrogen, Br, C<sub>1</sub>, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> heteroalkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, C<sub>2</sub>-C<sub>4</sub> heteroalkenyl, C<sub>2</sub>-C<sub>4</sub> haloalkenyl, C<sub>2</sub>-C<sub>4</sub> alkynyl and C<sub>2</sub>-C<sub>4</sub> heteroalkynyl, C<sub>2</sub>-C<sub>4</sub> haloalkynyl.

8. (Original) A compound according to claim 6, wherein R<sup>9</sup> is selected from the group of aryl and heteroaryl radicals, wherein said aryl and heteroaryl radicals are optionally substituted with one or more substituents independently selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, F, Cl, Br, CN, NH<sub>2</sub>, NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, SH, SCH<sub>3</sub>, OH, OCH<sub>3</sub>, OCF<sub>3</sub>, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>.

9. (Previously presented) A compound according to claim 6, wherein R<sup>9</sup> is selected from the group of



wherein:

R<sup>6</sup> is selected from the group of hydrogen, F, Cl, Br, C<sub>1</sub>-C<sub>4</sub> alkyl, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>;

R<sup>7</sup> is hydrogen, F, or Cl;

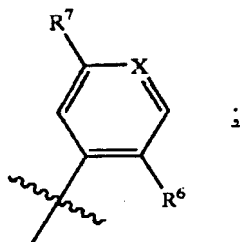
R<sup>10</sup> and R<sup>11</sup> each independently is hydrogen, or C<sub>1</sub>-C<sub>4</sub> alkyl;

X is CH or N; and

Y is selected from the group of O, S, and NR<sup>10</sup>.

10. (Previously presented) A compound according to claim 9, wherein:

R<sup>9</sup> is



R<sup>6</sup> is selected from the group of hydrogen, F, Cl, C<sub>1</sub>-C<sub>4</sub> alkyl, OMe, OEt, NHMe, and NMe<sub>2</sub>;

R<sup>7</sup> is hydrogen, F, or Cl; and

X is CH or N.

11. (Previously presented) A compound according to claim 9, wherein R<sup>6</sup> is selected from the group of F, Me, Et, OMe, OEt, SMe, and NMe<sub>2</sub>.

12. (Original) A compound according to claim 1, wherein said compound is selected from the group of:

7,9-difluoro-5(Z)-benzylidene-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]-quinoline (Compound 10);

7,9-difluoro-5(Z)-(2-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]-quinoline (Compound 12);

7,9-difluoro-5(Z)-(2-chlorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 13);

7,9-difluoro-5(Z)-(4-picolylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]-quinoline (Compound 14);

7,9-difluoro-5(Z)-(3-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 15);

7,9-difluoro-5(Z)-(4-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 16);

7,9-difluoro-5(Z)-(2,5-difluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 17);

7,9-difluoro-5(Z)-(2-methoxybenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 18);

7,9-difluoro-5(Z)-(2-methyl-5-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 19);

7,9-difluoro-5(Z)-(3-methyl-4-picolylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 20);

7,9-difluoro-5(Z)-(2-methyl-3-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 21);

7,9-difluoro-5(Z)-(3-methyl-2-picolylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 22);

7,9-difluoro-5(Z)-(2,3-dimethylbenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 23);

7,9-difluoro-5(Z)-cyanomethylidene-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-[3,4-f]-quinoline (Compound 24);

7,9-difluoro-5(Z)-hexylidene-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]-quinoline (Compound 25);

7,9-difluoro-5(Z)-(2-methoxy-5-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 26);

7,9-difluoro-5(Z)-(2,4,5-trifluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 27);

7,9-difluoro-5-methylidene-1,2-dihydro-2,2,4-trimethyl-5-H-chromeno[3,4-f]-quinoline (Compound 28);

7,9-difluoro-5(Z)-bromomethylidene-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]-quinoline (Compound 29);

7,9-difluoro-5(Z)-(3-thienylmethylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 30);

7,9-difluoro-5(Z)-(2-thienylmethylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 31);

(±)-7,9-difluoro-5-methoxy-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]-quinoline (Compound 32);

(±)-7,9-difluoro-5-phenyl-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 33);

(±)-7,9-difluoro-5-(3-methylphenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]-quinoline (Compound 34);

(±)-7,9-difluoro-5-(1,3-benzodioxo-1-5-yl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline (Compound 35);

(±)-7,9-difluoro-5-(4-bromophenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]-quinoline (Compound 36);

(±)-7,9-difluoro-5-(4-chloro-3-methylphenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 37);

(-)-7,9-difluoro-5-(4-chloro-3-methylphenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 38);

(+)-7,9-difluoro-5-(4-chloro-3-methylphenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 39);

(±)-7,9-difluoro-5-(3-fluoro-phenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]-quinoline (Compound 40);

(±)-7,9-difluoro-5-(3-chlorophenyl)-1,2-dihydro-2,2,4-trimethyl-5-H-chromeno[3,4-*f*]-quinoline (Compound 41);

(±)-7,9-difluoro-5-(3-bromophenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]-quinoline (Compound 42);

(±)-7,9-difluoro-5-(4-chlorophenyl)-1,2-dihydro-2,2,4-trimethyl-5-H-chromeno[3,4-*f*]-quinoline (Compound 43);

(±)-7,9-difluoro-1,2-dihydro-2,2,4,5-tetramethyl-5H-chromeno[3,4-*f*]quinoline (Compound 44);

(±)-7,9-difluoro-5-(2-oxo-2-phenylethyl)-1,2-dihydro-2,2,4-trimethyl-5-H-chromeno[3,4-*f*]quinoline (Compound 45);

(±)-7,9-difluoro-5-ethyl-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 46);

(±)-7,9-difluoro-5-ethenyl-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 47);

(±)-7,9-difluoro-5-(2-oxo-3-butenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 48);

(±)-7,9-difluoro-1,2-dihydro- $\alpha,\alpha,2,2,4$ -pentamethyl-5H-chromeno[3,4-*f*]quinoline-5-ethanoate (Compound 49);

(±)-7,9-difluoro-5-ethynyl-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 50);

(±)-7,9-difluoro-5-cyano-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 51);

(±)-7,9-difluoro-5-butyl-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 52);

(±)-7,9-difluoro-5-(2-thienyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 53);

(±)-7,9-difluoro-5-(2-furyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 54);

(±)-7,9-difluoro-5-allyl-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 55);

(±)-7,9-difluoro-5-[3-(trifluoromethyl)phenyl]-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 56);

Ethyl-(±)-7,9-difluoro-1,2-dihydro- $\alpha$ -methylene-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline-5-propanoate (Compound 57);

(±)-7,9-difluoro-1,2-dihydro- $\beta$ -methylene-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline-5-propanol (Compound 58);

(±)-7,9-difluoro-1,2-dihydro-13-methylene-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline-5-propanol acetate (Compound 59);

(±)-7,9-difluoro-5-(1-methylethenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 60);

(±)-7,9-difluoro-5-(N-methyl-2-pyrrolyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 61);

(±)-7,9-difluoro-5-phenylethynyl-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 62);

(±)-7,9-difluoro-5-(benzo[*b*]thien-2-yl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 63);

(-)-7,9-difluoro-5-(benzo[*b*]thien-2-yl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 64);

(+)-7,9-difluoro-5-(benzo[*b*]thien-2-yl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 65);

(±)-7,9-difluoro-5-(5-methyl-2-furyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 66);

(±)-7,9-difluoro-5-(2-benzo[*b*]-furyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 67);

(±)-7,9-difluoro-5-[4-(dimethylamino)phenyl]-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 68);

(±)-7,9-difluoro-5-(5-methyl-2-thienyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 69);

(±)-7,9-difluoro-5-(5-methoxy-2-furyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 70);

(±)-7,9-difluoro-5-(2-propynyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 71);

(-)-7,9-difluoro-5-(2-propynyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 72);

(+)-7,9-difluoro-5-(2-propynyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 73);

(±)-7,9-difluoro-5-(1-propynyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 74);

(-)-7,9-difluoro-5-(1-propynyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 75);

(+)-7,9-difluoro-5-(1-propynyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 76);

(±)-7,9-difluoro-5-(4,5-dimethyl-2-furyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 77);

(±)-7,9-difluoro-5-(2-methyl-1-propenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 78);

(±)-7,9-difluoro-5-(3,4-dimethyl-2-thienyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 79);

(±)-7,9-difluoro-5-(3-(3-bromophenyl)phenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 80); and

7,9-difluoro-5-(2-methyl-benzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 81).

13. (Original) A compound according to claim 1, wherein said compound is selected from the group of:

7,9-difluoro-5(*Z*)-benzylidene-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]quinoline (Compound 10);

7,9-difluoro-5(Z)-(2-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-  
[3,4-f]quinoline (Compound 12);

7,9-difluoro-5(Z)-(3-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-  
[3,4-f]quinoline (Compound 15);

7,9-difluoro-5(Z)-(2,5-difluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-  
chromeno[3,4-f]quinoline (Compound 17);

7,9-difluoro-5(Z)-(2-methoxybenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-  
[3,4-f]quinoline (Compound 18);

7,9-difluoro-5(Z)-(2-methyl-5-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-  
chromeno[3,4-f]quinoline (Compound 19);

7,9-difluoro-5(Z)-(3-methyl-4-picolylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-  
[3,4-f]quinoline (Compound 20);

7,9-difluoro-5(Z)-(2-methoxy-5-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-  
chromeno[3,4-f]quinoline (Compound 26);

7,9-difluoro-5(Z)-(3-thienylmethylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-  
[3,4-f]quinoline (Compound 30);

7,9-difluoro-5(Z)-(2-thienylmethylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-  
[3,4-f]quinoline (Compound 31);

(±)-7,9-difluoro-5-(3-methylphenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]-  
quinoline (Compound 34);

(-)-7,9-difluoro-5-(4-chloro-3-methylphenyl)-1,2-dihydro-2,2,4-trimethyl-5H-  
chromeno[3,4-f]quinoline (Compound 38);

(+)-7,9-difluoro-5-(3-chlorophenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]-  
quinoline (Compound 41);

(±)-7,9-difluoro-1,2-dihydro-2,2,4,5-tetramethyl-5H-chromeno[3,4-f]quinoline  
(Compound 44);

(±)-7,9-difluoro-5-allyl-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-f]quinoline  
(Compound 55);

(±)-7,9-difluoro-5-(3-trifluoromethylphenyl)-1,2-dihydro-2,2,4-trimethyl-5H-  
chromeno[3,4-f]quinoline (Compound 56);

(±)-7,9-difluoro-5-(benzo- [b]thien-2-yl)-1,2-dihydro-2,2,4-trimethyl-5H-  
chromeno[3,4-f]quinoline (Compound 63);

(-)-7,9-difluoro-5-(benzo[b]thien-2-yl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-[3,4-*f*]-quinoline (Compound 64);

(+)-7,9-difluoro-5-(benzo[b]thien-2-yl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-[3,4-*f*]-quinoline (Compound 65);

(-)-7,9-difluoro-5-(2-propynyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]-quinoline (Compound 72);

(-)-7,9-difluoro-5-(1-propynyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]-quinoline (Compound 75); and

7,9-difluoro-5-(2-methylbenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-[3,4-*f*]-quinoline (Compound 81).

14. (Original) A compound according to claim 1, wherein said compound is selected from the group of:

7,9-difluoro-5(Z)-(2,5-difluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-[3,4-*f*]-quinoline (Compound 17);

7,9-difluoro-5(Z)-(2-methyl-5-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]-quinoline (Compound 19);

7,9-difluoro-5 (Z)-(3-methyl-4-picolyldiene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]-quinoline (Compound 20);

7,9-difluoro-5(Z)-(2-methoxy-5-fluorobenzylidene)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]-quinoline (Compound 26);

(-)-7,9-difluoro-5-(4-chloro-3-methylphenyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]-quinoline (Compound 38);

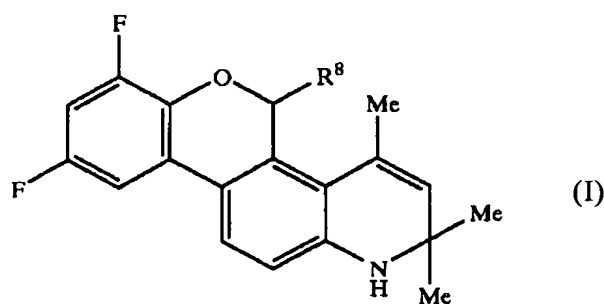
(±)-7,9-difluoro-5-(benzo[b]thien-2-yl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-[3,4-*f*]-quinoline (Compound 63);

(-)-7,9-difluoro-5-(benzo[b]thien-2-yl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-[3,4-*f*]-quinoline (Compound 64);

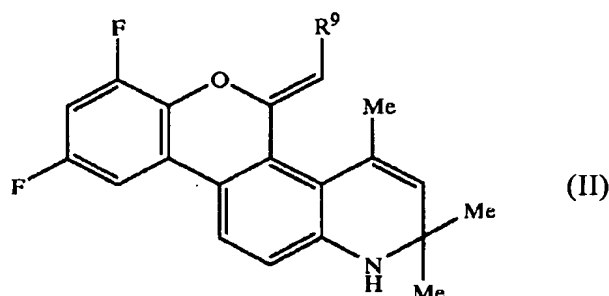
(±)-7,9-difluoro-5-(benzo[b]thien-2-yl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno-[3,4-*f*]-quinoline (Compound 65); and

(-)-7,9-difluoro-5-(2-propynyl)-1,2-dihydro-2,2,4-trimethyl-5H-chromeno[3,4-*f*]-quinoline (Compound 72).

15. (Currently amended) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound of formula:



or



wherein:

R<sup>8</sup> is selected from the group of C<sub>1</sub>-C<sub>12</sub> alkyl, C<sub>1</sub>-C<sub>12</sub> heteroalkyl, C<sub>1</sub>-C<sub>12</sub> haloalkyl, C<sub>2</sub>-C<sub>12</sub> alkenyl, C<sub>2</sub>-C<sub>12</sub> heteroalkenyl, C<sub>2</sub>-C<sub>12</sub> haloalkenyl, C<sub>2</sub>-C<sub>12</sub> alkynyl, C<sub>2</sub>-C<sub>12</sub> heteroalkynyl, C<sub>2</sub>-C<sub>12</sub> haloalkynyl, aryl and heteroaryl optionally substituted with one or more substituents independently selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, F, Cl, Br, I, CN, NO<sub>2</sub>, NH<sub>2</sub>, NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, SH, SCH<sub>3</sub>, OH, OCH<sub>3</sub>, OCF<sub>3</sub>, CF<sub>3</sub>, C(O)CH<sub>3</sub>, CO<sub>2</sub>CH<sub>3</sub>, C(O)NH<sub>2</sub>, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>;

R<sup>9</sup> is selected from the group of hydrogen, F, Cl, Br, I, CN, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> heteroalkyl, C<sub>1</sub>-C<sub>8</sub> haloalkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl or cycloalkenyl, C<sub>2</sub>-C<sub>8</sub> heteroalkenyl, C<sub>2</sub>-C<sub>8</sub> haloalkenyl, C<sub>2</sub>-C<sub>8</sub> alkynyl, C<sub>2</sub>-C<sub>8</sub> heteroalkynyl, C<sub>2</sub>-C<sub>8</sub> haloalkynyl, aryl and heteroaryl optionally substituted with one or more substituents independently selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, F, Cl, Br, I, CN, NO<sub>2</sub>, NH<sub>2</sub>, NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, SH, SCH<sub>3</sub>, OH, OCH<sub>3</sub>, OCF<sub>3</sub>, CF<sub>3</sub>, C(O)CH<sub>3</sub>, CO<sub>2</sub>CH<sub>3</sub>, C(O)NH<sub>2</sub>, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>; and

R<sup>10</sup> and R<sup>11</sup> each independently is hydrogen, or C<sub>1</sub>-C<sub>4</sub> alkyl;  
or a pharmaceutically acceptable salt or prodrug thereof.

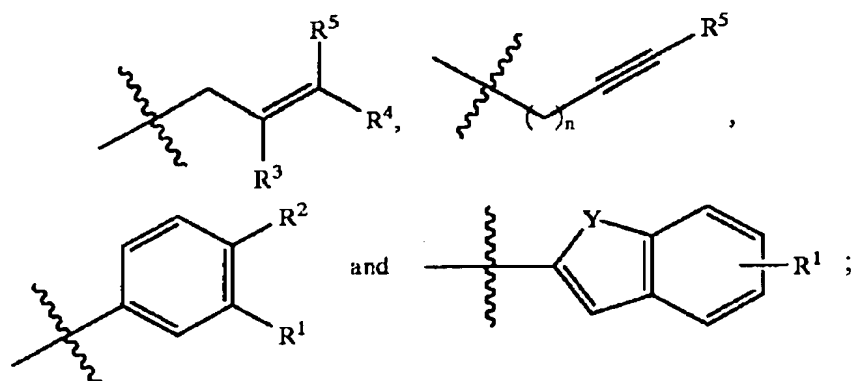
16. (Original) A pharmaceutical composition according to claim 15, wherein R<sup>8</sup> is selected from the group of C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> heteroalkyl, C<sub>1</sub>-C<sub>8</sub> haloalkyl, C<sub>2</sub>-C<sub>8</sub> alkenyl, C<sub>2</sub>-C<sub>8</sub> heteroalkenyl, C<sub>2</sub>-C<sub>8</sub> haloalkenyl, C<sub>2</sub>-C<sub>8</sub> alkynyl, C<sub>2</sub>-C<sub>8</sub> heteroalkynyl, C<sub>2</sub>-C<sub>8</sub> haloalkynyl, aryl and heteroaryl, optionally substituted with one or more substituents independently selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, F, Cl, Br, I, CN, NO<sub>2</sub>, NH<sub>2</sub>,

NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, SH, SCH<sub>3</sub>, OH, OCH<sub>3</sub>, OCF<sub>3</sub>, CF<sub>3</sub>, C(O)CH<sub>3</sub>, CO<sub>2</sub>CH<sub>3</sub>, C(O)NH<sub>2</sub>, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>.

17. (Original) A pharmaceutical composition according to claim 16, wherein R<sup>8</sup> is selected from the group of C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> heteroalkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, C<sub>2</sub>-C<sub>4</sub> heteroalkenyl, C<sub>2</sub>-C<sub>4</sub> haloalkenyl, and C<sub>2</sub>-C<sub>4</sub> alkynyl, C<sub>2</sub>-C<sub>4</sub> heteroalkynyl and C<sub>2</sub>-C<sub>4</sub> haloalkynyl.

18. (Original) A pharmaceutical composition according to claim 16, wherein R<sup>8</sup> is selected from the group of aryl and heteroaryl radicals, wherein said aryl and heteroaryl radicals are optionally substituted with one or more substituents independently selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, F, Cl, Br, CN, NH<sub>2</sub>, NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, SH, SCH<sub>3</sub>, OH, OCH<sub>3</sub>, OCF<sub>3</sub>, CF<sub>3</sub>, C(O)CH<sub>3</sub>, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>.

19. (Previously presented) A pharmaceutical composition according to claim 16, wherein R<sup>8</sup> is selected from the group of



wherein:

R<sup>1</sup> and R<sup>2</sup> each independently is selected from the group of hydrogen, F, Cl, Br and C<sub>1</sub>-C<sub>4</sub> alkyl;

R<sup>3</sup> through R<sup>5</sup> each independently is selected from the group of hydrogen, F, Cl, and C<sub>1</sub>-C<sub>4</sub> alkyl;

n is 0 or 1; and

Y is selected from the group of O, S, and NR<sup>10</sup>.

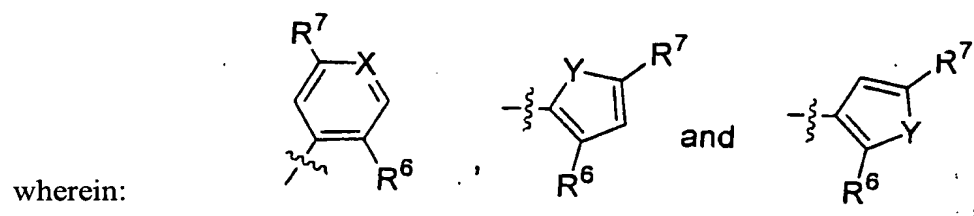
20. (Original) A pharmaceutical composition according to claim 15, wherein R<sup>9</sup> is selected from the group of hydrogen, F, Cl, Br, CN, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> heteroalkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl or cycloalkenyl, C<sub>2</sub>-C<sub>6</sub> heteroalkenyl, C<sub>2</sub>-C<sub>6</sub> haloalkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, C<sub>2</sub>-C<sub>6</sub> heteroalkynyl, C<sub>2</sub>-C<sub>6</sub> haloalkynyl, aryl and heteroaryl, optionally substituted with one or more substituents independently selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub>

alkyl, F, Cl, Br, I, CN, NO<sub>2</sub>, NH<sub>2</sub>, NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, SH, SCH<sub>3</sub>, OH, OCH<sub>3</sub>, OCF<sub>3</sub>, CF<sub>3</sub>, C(O)CH<sub>3</sub>, CO<sub>2</sub>CH<sub>3</sub>, C(O)NH<sub>2</sub>, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>.

21. (Original) A pharmaceutical composition according to claim 20, wherein R<sup>9</sup> is selected from the group of hydrogen, Br, C<sub>1</sub>, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> heteroalkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, C<sub>2</sub>-C<sub>4</sub> heteroalkenyl, C<sub>2</sub>-C<sub>4</sub> haloalkenyl, C<sub>2</sub>-C<sub>4</sub> alkynyl, C<sub>2</sub>-C<sub>4</sub> heteroalkynyl, and C<sub>2</sub>-C<sub>4</sub> haloalkynyl.

22. (Original) A pharmaceutical composition according to claim 20, wherein R<sup>9</sup> is selected from the group of aryl and heteroaryl radicals, wherein said aryl and heteroaryl radicals are optionally substituted with one or more substituents independently selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, F, Cl, Br, CN, NH<sub>2</sub>, NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, SH, SCH<sub>3</sub>, OH, OCH<sub>3</sub>, OCF<sub>3</sub>, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>.

23. (Previously presented) A pharmaceutical composition according to claim 22, wherein R<sup>9</sup> is selected from the group of:



R<sup>6</sup> is selected from the group of hydrogen, F, Cl, Br, C<sub>1</sub>-C<sub>4</sub> alkyl, OR<sup>10</sup>, SR<sup>10</sup>, and NR<sup>10</sup>R<sup>11</sup>;

R<sup>7</sup> is hydrogen, F, or Cl;

R<sup>10</sup> and R<sup>11</sup> each independently is hydrogen, or C<sub>1</sub>-C<sub>4</sub> alkyl;

X is CH or N; and

Y is selected from group of O, S, and NR<sup>10</sup>.

24. (Previously presented) A pharmaceutical composition according to claim 23, wherein R<sup>9</sup> is



wherein:

R<sup>6</sup> is selected from the group of hydrogen, F, Cl, C<sub>1</sub>-C<sub>4</sub> alkyl, OMe, OEt, NHMe, and NMe<sub>2</sub>; and

Applicant : Lin Zhi *et al.*  
Serial No. : 10/684,212  
Filed : October 10, 2003

Attorney's Docket No.: 18202-048001 / 1087  
**Amendment & Response**

$R^7$  is hydrogen, F, or Cl.

25. (Original) A pharmaceutical composition according to claim 23, where  $R^6$  is selected from the group of F, Me, Et, OMe, OEt, SMe, and NMe<sub>2</sub>.

Claims 26-40 (Cancelled).

Claims 41-55 (Cancelled).